U.S. Department of Justice Washington, DC 20530

Exhibit B

To Registration Statement

OMB No. 1105-0007 Approval Expires Nov. 30, 1993

Under the Foreign Agents Registration Act of 1938, as amended

INSTRUCTIONS: A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements; or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. This form shall be filed in triplicate for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Privacy Act Statement. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, dissemination report, copy of political propaganda or other document or information filed with the Attorney General under this act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, D.C. One copy is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of such documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. Finally, the Attorney General transmits an annual report to the Congress on the Administration of the Act which lists the names of all agents and the nature, sources and content of the political propaganda disseminated or distributed by them. This report is available to the public.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Criminal Division, U.S. Department of Justice, Washington, D.C. 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503.

Name of Registrant Name of Foreign Principal

Herman J. Cohen & Associates President Pascal Lissouba

Check Appropriate Boxes:

- 1. The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach three copies of the contract to this exhibit.
- 2. There is no formal written contract between the registrant and foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach three copies of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
- 3. All The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and the expenses, if any, to be received.

Oral agreement to provide services as described in Box 4 below through March 31, 1995, for \$150,000.00.

4. Describe fully the nature and method of performance of the above indicated agreement or understanding

To assist in the preparation and conduct of the visit to New York and Washington of President Pascal Lissouba of the Republic of the Congo. To assist also with arrangements for visits by high level delegations from the Government of the Congo during the period September 1, 1994 to March 31, 1995. To provide counseling and advisory services to the President of the Congo as requested.

5. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Cooperate with and support the activities of P.S.C. International, a registered representative of the President of the Republic of the Congo, in connection with the visit to the United States for President Pascal Lissouba. The visit is expected to take place between September 1, 1994, and March 31, 1995.

Advise the Ambassador of the United States of the Republic of the Congo on arrangements for the visit of President Lissouba. as well as of ministries of the Government of the Congo.

Prepare briefing papers, speech materials and press releases in connection with a visit by the President of the Congo.

Assist in the scheduling of appointments for the President of the Congo with members of the US Congress and appropriate agencies of the American Administration.

Assist in the scheduling of appointments for the President of the Congo with American business enterprises, non-governmental organizations and the American press.

6. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(0) of the Act?1 Yes D No □

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

See above. Also, advise the President of the Congo on the conduct of official relations with the US Government, including the Congress and the Executive departments. Advise members of Congress, congressional staffs and officials of the Executive Branch on the conduct of relations with the Congo. Improve relations between the Congo and the American private sector, including business firms and non-governmental organizations.

Date of Exhibit B

Tan. 17, 1995

Name and Title

Herman J. Cohen, Principal

Herman J. Cohen & Associates

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FAX Transmission

December 31, 1994

TO: Madame Claudine Munari
Directeur de Cabinet
Présidence de la République
Brazzaville, Congo

Fax no.: 011-242-83-78-44

Dear Madame Munari:

My associate Mr. James Woods and I wish to convey our warmest greatings for a happy and prosperous New Year to the President of the Republic, to Mrs. Lissouba, and to yourself and your family.

It was a great pleasure for us to be working on behalf of President Lissouba during the second half of 1994. We regret that he had to cancel his visit to the United States. I very much enjoyed seeing him at the conference on Africa sponsored by C.R.E.S. in Geneva in November.

Although the period for which we were contracted to perform services for President Lissouba expires today, December 31, 1994, we want you to know that we will extend that period for an additional three months at no extra cost. If President Lissouba decides to visit the United States between January 1 and March 31, 1995, my organization will assist with preparations and organization of his visit at no additional cost to him or the Government of the Congo,

If there are additional services that we can supply after March 31, 1995, please let us know.

With warmest best wishes, Sincerely yours,

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